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TO: DIVISION OF CORPORATIONS FROM: CORPORATE CREATIONS INTERNATIONAL, INC.  
DEPARTMENT OF STATE 401 OCEAN DR  
STATE OF FLORIDA SUITE 312  
409 EAST GAINES STREET MIAMI BEACH FL 33139-0000  
TALLAHASSEE, FL 32399 CONTACT: JOHNNY C RODRIGUEZ  
FAX: (904) 922-4000 PHONE: (305) 672-0686  
FAX: (305) 672-9110  
DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION  
NAME: FUNCTIONAL BODY GEAR II INC.  
FAX AUDIT NUMBER: H96000001658 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 02/02/1996 TIME REQUESTED: 17:38:02  
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DIVISION OF CORPORATIONS

H90000001658

**Articles of Incorporation  
of  
Functional Body Gear II Inc.**

**Article I. Name**

The name of this Florida corporation is:  
Functional Body Gear II Inc.

**Article II. Address**

The mailing address of the Corporation is:  
Functional Body Gear II Inc.  
33-B Venetian Way, #60  
Miami Beach FL 33139

**Article III. Capital Stock**

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

**Article IV. Registered Agent**

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc.  
4521 PGA Boulevard, Suite 211  
Palm Beach Gardens FL 33418

**Article V. Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629  
(305) 672-0686

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Mark Melancon

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective February 2, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on February 5, 1996

Corporate Creations International Inc.

By: Joseph P. Mata  
Joseph P. Mata Vice President

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629  
(305) 672-0686

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE**

**CORPORATION:**  
Functional Body Gear II Inc.

**REGISTERED AGENT:**  
Corporate Creations Enterprises, Inc.  
4521 PGA Boulevard, Suite 211  
Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
Corporate Creations Enterprises, Inc.

Date: February 5, 1996

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Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
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(305) 672-0686

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Requestor's Name

Address

**FUNCTIONAL BODY GEAR, INC.**  
1888 Washington Ave.  
Miami Beach, FL 33139

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(Corporation Name) (Document #)
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3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
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REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
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<input type="checkbox"/>	Other

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TALLAHASSEE, FLORIDA

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Examiner's Initials

Florida Department of State, Sandra E. Mortham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: FUNCTIONAL BODY GEAR II, INC
2. The mailing address of the corporation is: 33 B VENETIAN WAY #60  
MIAMI BEACH, FL 33139
3. Date of incorporation/qualification: 2/5/96 Document number: P96000011086
4. The name and address of the current registered agent and office:

CORPORATE CREATIONS ENTERPRISES, INC  
401 OCEAN DRIVE SUITE 312  
MIAMI BEACH, FL 33139

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TALLAHASSEE, FLORIDA

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5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

MARK MELANCON  
C/O FUNCTIONAL BODY GEAR SHOP  
1253 WASHINGTON AVE  
MIAMI BEACH, FL 33139

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Mark Mel 1/22/97  
(Signature of an officer, chairman or vice chairman of the board) (Date)

MARK MELANCON PRESIDENT  
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Mark Mel  
(Signature of Registered Agent)

1/22/97  
(Date)

If signing on behalf of an entity:

MARK MELANCON  
(Typed or Printed Name)

\_\_\_\_\_  
(Capacity)